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DOW CHEMICAL CO /DE/
Form 13F-HR
February 08, 2013

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: 12/31/2012

Check here if Amendment []; Amendment Number: _____
This Amendment (Check only one.): [] is a restatement.
[] adds new holdings entries.

INSTITUTIONAL INVESTMENT MANAGER FILING THIS REPORT:

Name: The Dow Chemical Company
Address: 2030 Dow Center
Midland, MI 48764

Form 13F File Number: 28-00590

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

PERSON SIGNING THIS REPORT ON BEHALF OF REPORTING MANAGER:

Name: Ronald C. Edmonds
Title: Vice President & Controller
Phone: 989-636-5018

SIGNATURE, PLACE, AND DATE OF SIGNING:

/s/ RONALD C. EDMONDS

Ronald C. Edmonds

Midland, MI

February 8, 2013

REPORT TYPE (CHECK ONE ONLY):

- 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)
- 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)
- 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

FORM 13F SUMMARY PAGE

REPORT SUMMARY:

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Number of Other Included Managers: 0
 Form 13F Information Table Entry Total: 71
 Form 13F Information Table Value Total: \$1,164,654
 (thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

Form 13F
 No. File Number Name

FORM 13F
 Name of Reporting Manager: The Dow Chemical Company

| ITEM 1: | ITEM 2: | ITEM 3: | ITEM 4: | ITEM 5: | ITEM 6: INVESTMENT DISCRETION | | | |
|---|----------------------|-----------------|---------------------------------------|---------|-------------------------------------|-------------|-----------------------------|-------------------------|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP NUMBER | FAIR MARKET VALUE IN (000'S) | SHARES | SH/ CALL/ PUT | (A) SOLE | (B) SHARED AS DEFINED | (C) SHARED -OTHER |
| ABBOTT LABS | COM | 002824 10 0 | 4,028 | 61,500 | SH | | | Sole |
| ABERCROMBIE & FITCH CO | CL A | 002896 20 7 | 6,057 | 126,266 | SH | | | Sole |
| ACME PACKET INC | COM | 004764 10 6 | 885 | 40,000 | SH | | | Sole |
| AETNA INC NEW ALLEGHENY TECHNOLOGIES INC | COM | 00817Y 10 8 | 3,005 | 64,900 | SH | | | Sole |
| ALLEGHENY TECHNOLOGIES INC | COM | 01741R 10 2 | 1,518 | 50,000 | SH | | | Sole |
| ALLEGHENY TECHNOLOGIES INC | CALL | 017175 90 0 | 13 | 10,000 | SH | Call | | Sole |
| AMAZON COM INC | COM | 023135 10 6 | 377 | 1,500 | SH | | | Sole |
| AMGEN INC | COM | 031162 10 0 | 1,839 | 21,300 | SH | | | Sole |
| AMICUS THERAPEUTICS INC | COM | 03152W 10 9 | 59 | 22,162 | SH | | | Sole |
| APPLE INC | COM | 037833 10 0 | 3,358 | 6,300 | SH | | | Sole |
| ARCHER DANIELS MIDLAND CO | COM | 039483 10 2 | 2,684 | 98,000 | SH | | | Sole |
| AT&T INC | COM | 00206R 10 2 | 3,540 | 105,000 | SH | | | Sole |
| BAKER HUGHES INC | COM | 057224 10 7 | 3,880 | 95,000 | SH | | | Sole |
| BANK OF AMERICA CORPORATION | COM | 060505 10 4 | 1,044 | 90,000 | SH | | | Sole |
| BAXTER INTL INC BOSTON SCIENTIFIC CORP | COM | 071813 10 9 | 3,333 | 50,000 | SH | | | Sole |
| BOSTON SCIENTIFIC CORP | COM | 101137 10 7 | 2,091 | 365,000 | SH | | | Sole |
| BOSTON SCIENTIFIC CORP | CALL | 101137 90 7 | 36 | 50,000 | SH | Call | | Sole |
| BROADCOM CORP | CL A | 111320 10 7 | 711 | 21,400 | SH | | | Sole |

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|------------------------------------|--------------------|-------------|---------|-----------|----|------|------|
| CISCO SYS INC | COM | 17275R 10 2 | 7,842 | 399,100 | SH | | Sole |
| CISCO SYS INC | CALL | 17275R 90 2 | 5 | 20,000 | SH | Call | Sole |
| CITIGROUP INC | COM NEW | 172967 42 4 | 2,730 | 69,000 | SH | | Sole |
| CORNING INC | COM | 219350 10 5 | 5,672 | 449,480 | SH | | Sole |
| ENTROPIC COMMUNICATIONS INC | COM | 29384R 10 5 | 1,621 | 306,444 | SH | | Sole |
| FACEBOOK INC | CL A | 30303M 10 2 | 5,215 | 195,846 | SH | | Sole |
| GENERAL MTRS CO | COM | 37045V 10 0 | 7,842 | 272,000 | SH | | Sole |
| GILEAD SCIENCES INC | COM | 375558 10 3 | 1,219 | 16,600 | SH | | Sole |
| GOLDMAN SACHS GROUP INC | COM | 38141G 10 4 | 1,148 | 9,000 | SH | | Sole |
| GOODYEAR TIRE & RUBR CO | COM | 382550 10 1 | 1,381 | 100,000 | SH | | Sole |
| GREEN MTN COFFEE ROASTERS IN | COM | 393122 10 6 | 4,657 | 112,600 | SH | | Sole |
| HALLIBURTON CO | COM | 406216 10 1 | 3,226 | 93,000 | SH | | Sole |
| HARTFORD FINL SVCS GROUP INC | CALL | 416515 90 4 | 49 | 30,000 | SH | Call | Sole |
| HARTFORD FINL SVCS GROUP INC | COM | 416515 10 4 | 1,346 | 60,000 | SH | | Sole |
| HOME INNS & HOTELS MGMT INC | SPON ADR | 43713W 10 7 | 497 | 17,200 | SH | | Sole |
| INSULET CORP | COM | 45784P 10 1 | 432 | 20,375 | SH | | Sole |
| ISHARES INC | MSCI JAPAN | 464286 84 8 | 26,130 | 2,680,000 | SH | | Sole |
| ISHARES TR | CORE S&P500 ETF | 464287 20 0 | 60,296 | 421,412 | SH | | Sole |
| ISHARES TR | MSCI EMERG MKT | 464287 23 4 | 324,177 | 7,309,518 | SH | | Sole |
| ISHARES TR | S&P 100 IDX FD | 464287 10 1 | 16,383 | 253,300 | SH | | Sole |
| JOHNSON CTLS INC | COM | 478366 10 7 | 5,142 | 167,500 | SH | | Sole |
| JOY GLOBAL INC | COM | 481165 10 8 | 4,363 | 68,400 | SH | | Sole |
| JUNIPER NETWORKS INC | COM | 48203R 10 4 | 7,986 | 406,000 | SH | | Sole |
| KRAFT FOODS GROUP INC | COM | 50076Q 10 6 | 1,546 | 34,000 | SH | | Sole |
| MCDONALDS CORP | COM | 580135 10 1 | 882 | 10,000 | SH | | Sole |
| MICROSOFT CORP | COM | 594918 10 4 | 2,005 | 75,000 | SH | | Sole |
| MICROSOFT CORP | CALL | 594918 90 4 | 20 | 20,000 | SH | Call | Sole |
| MOLSON COORS BREWING CO | CL B | 60871R 20 9 | 1,412 | 33,000 | SH | | Sole |
| MONDELEZ INTL INC | CL A | 609207 10 5 | 3,617 | 142,000 | SH | | Sole |
| MOSAIC CO NEW NABORS | COM | 61945C 10 3 | 2,463 | 43,500 | SH | | Sole |
| INDUSTRIES LTD | SHS | G6359F 10 3 | 2,196 | 152,000 | SH | | Sole |
| NETAPP INC | COM | 64110D 10 4 | 3,402 | 101,400 | SH | | Sole |
| NVIDIA CORP | COM | 67066G 10 4 | 123 | 10,000 | SH | | Sole |
| NYSE EURONEXT PETROLEO | COM | 629491 10 1 | 1,390 | 44,063 | SH | | Sole |
| BRASILEIRO SA PETRO | SPONSORED ADR | 71654V 40 8 | 3,660 | 188,000 | SH | | Sole |
| PROCTER & GAMBLE CO | COM | 742718 10 9 | 7,637 | 112,490 | SH | | Sole |
| SELECT SECTOR SPDR TR | SBI HEALTHCARE | 81369Y 20 9 | 1,071 | 26,821 | SH | | Sole |
| SELECT SECTOR SPDR TR | SBI CONS DISCR | 81369Y 40 7 | 24,799 | 522,852 | SH | | Sole |

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|------------------|---------------|-------------|---------|-----------|----|--|------|
| SELECT SECTOR | SBI CONS | | | | | | |
| SPDR TR | STPLS | 81369Y 30 8 | 15,405 | 442,294 | SH | | Sole |
| SELECT SECTOR | SBI INT- | | | | | | |
| SPDR TR | ENERGY | 81369Y 50 6 | 4,212 | 58,963 | SH | | Sole |
| SELECT SECTOR | | | | | | | |
| SPDR TR | SBI INT-FINL | 81369Y 60 5 | 33,817 | 2,062,003 | SH | | Sole |
| SELECT SECTOR | | | | | | | |
| SPDR TR | TECHNOLOGY | 81369Y 80 3 | 5,211 | 180,000 | SH | | Sole |
| SELECT SECTOR | | | | | | | |
| SPDR TR | SBI INT-UTILS | 81369Y 88 6 | 16,730 | 478,696 | SH | | Sole |
| SELECT SECTOR | | | | | | | |
| SPDR TR | SBI INT-INDS | 81369Y 70 4 | 24,563 | 648,107 | SH | | Sole |
| SPDR DOW JONES | | | | | | | |
| INDL AVRG ETF | UT SER 1 | 78467X 10 9 | 22,390 | 171,050 | SH | | Sole |
| SPDR S&P 500 ETF | | | | | | | |
| TR | TR UNIT | 78462F 10 3 | 411,769 | 2,889,201 | SH | | Sole |
| SPLUNK INC | COM | 848637 10 4 | 2,264 | 78,000 | SH | | Sole |
| SYMANTEC CORP | COM | 871503 10 8 | 530 | 28,200 | SH | | Sole |
| UNITED STATES | | | | | | | |
| STL CORP NEW | COM | 912909 10 8 | 358 | 15,000 | SH | | Sole |
| VALERO ENERGY | | | | | | | |
| CORP NEW | COM | 91913Y 10 0 | 3,071 | 90,000 | SH | | Sole |
| VANGUARD INDEX | LARGE CAP | | | | | | |
| FDS | ETF | 922908 63 7 | 11,077 | 170,000 | SH | | Sole |
| VANGUARD INTL | MSCI EMR | | | | | | |
| EQUITY INDEX F | MKT ETF | 922042 85 8 | 28,990 | 651,022 | SH | | Sole |
| WEATHERFORD | | | | | | | |
| INTERNATIONAL | | | | | | | |
| LT | REG SHS | H27013 10 3 | 224 | 20,000 | SH | | Sole |
| GRAND TOTAL | | | | 1,164,654 | | | |